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Attorneys for Simon Property Group, L.P.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<hr/>	:	Chapter 11
In re	:	
	:	
SEARS HOLDINGS CORPORATION., et al.,	:	Case No. 18-23538 (RDD)
	:	
	:	
Debtors.¹	:	(Jointly Administered)

AFFIDAVIT OF SERVICE

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

The Debtors also include SRe Holding Corporation, filed as Case No. 19-22031 (the "**Additional Debtor**"). The Additional Debtor filed a motion in its separate chapter 11 case requesting joint administration with the Debtors for procedural purposes only pursuant to Rule 1015(b) of the Bankruptcy Rules.

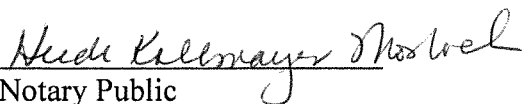
1. I, Elizabeth Arnold, am not a party to this action, am over 18 years of age and am employed by the law firm of LATHAM & WATKINS LLP, 330 N. Wabash Ave., Ste. 2800, Chicago, IL 60611.

2. On January 28, 2019, I caused true and correct copies of the 1) Limited Objection of Simon Property Group, L.P. to the Proposed Sale and Assumption and Assignment of Leases and Adequate Assurance of Future Performance (Docket No. 2080); and 2) Objection of Simon Property Group, L.P. to Debtors' Notice to Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases (Docket No. 2082) to be served upon the parties identified in Exhibit A in the manner indicated. Additionally, I caused the above referenced documents to be served electronically on notice parties via the Court's Case Management/Electronic Case Filing (CM/ECF) system.

Dated: January 28, 2019


Elizabeth Arnold

Sworn to before me this 28th
Day of January 2019.


Notary Public

My commission expires: 03/31/2020

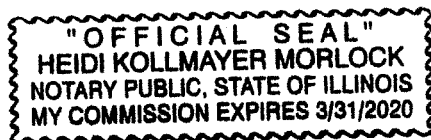


EXHIBIT A

VIA EMAIL:

- I. Bid Notice Parties
 - a. Debtors
 - i. Rob Riecker: rob.riecker@searshc.com
 - ii. Luke Valentino: luke.valentino@searshc.com
 - iii. Mohsin Meghji: mmeghji@miiipartners.com
 - iv. General Counsel: counsel@searshc.com
 - b. Debtors' counsel
 - i. Ray Schrock, Esq.: ray.schrock@weil.com
 - ii. Jacqueline Marcus, Esq.: Jacqueline.marcus@weil.com
 - iii. Garrett A. Fail, Esq.: garrett.fail@weil.com
 - iv. Sunny Singh, Esq.: sunny.singh@weil.com
 - v. Ellen J. Odoner, Esq.: ellen.odoner@weil.com
 - vi. Gavin Westerman, Esq.: gavin.westerman@weil.com
 - c. Debtors' investment banker:
 - i. Brandon Aebersold and Levi Quaintance: project.blue.rx@lazard.com
- II. Buyer Parties
 - a. Buyer
 - i. Kunal S. Kamlani: kunal@eslinvest.com
 - ii. Harold Talisman: harold@eslinvest.com
 - b. Counsel
 - i. Christopher E. Austin, Esq.: caustin@cgsh.com
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 - iii. Sean A. O'Neal, Esq.: soneal@cgsh.com
- III. Consultation Parties
 - a. Bank of America
 - i. Paul Leake, Esq.: paul.leake@skadden.com
 - ii. Shana Elberg, Esq.: shana.elberg@skadden.com
 - iii. George Howard, Esq.: george.howard@skadden.com
 - b. Wells Fargo Bank
 - i. Kevin J. Simard, Esq.: ksimard@choate.com
 - ii. Jonathan D. Marshall, Esq.: jmarshall@choate.com
- IV. Standard Parties
 - a. Citibank N.A.
 - i. Marshall S. Huebner, Esq.: marshall.huebner@davispolk.com
 - ii. Eli J. Vonnegut, Esq.: eli.vonnegut@davispolk.com
 - b. Computershare Trust Company, N.A.
 - i. Eric R. Wilson, Esq.: ewilson@kelleydrye.com
 - ii. Benjamin D. Feder, Esq.: bfeder@kelleydrye.com
 - c. Wilmington Trust
 - i. Edward M. Fox, Esq.: emfox@seyfarth.com
 - d. The Bank of New York Mellon Trust Company
 - i. James Gadsden, Esq.: gadsden@clm.com

- e. Pension Benefit Guaranty Corporation
 - i. Brian A. Raynor, Esq.: braynor@lockelord.com
- f. Official Committee of Unsecured Creditors
 - i. Philip C. Dublin, Esq.: pdublin@akingump.com
 - ii. Ira Dizengoff, Esq.: idizengoff@akingump.com
 - iii. Sara Lynne Brauner, Esq.: sbrauner@akingump.com

VIA FIRST CLASS MAIL:

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Sunny Singh, Esq.

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